

1 Annette W. Jarvis, Utah Bar No. 1649
 2 Steven C. Strong, Utah Bar No. 6340
 DORSEY & WHITNEY LLP
 3 136 South Main Street, Suite 1000
 Salt Lake City, Utah 84101
 Telephone: (801) 933-7360
 4 Facsimile: (801) 933-7373
 Email: jarvis.annette@dorsey.com

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6 Lenard E. Schwartzer, Nevada Bar No. 0399
 7 Jeanette E. McPherson, Nevada Bar No. 5423
 SCHWARTZER & MCPHERSON LAW FIRM
 8 2850 South Jones Boulevard, Suite 1
 Las Vegas, Nevada 89146-5308
 Telephone: (702) 228-7590
 9 Facsimile: (702) 892-0122
 10 E-Mail: bkfilings@s-mlaw.com

11 Attorneys for USA Commercial Mortgage Company

12
UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

13
 14 In re:
 15 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

16 In re:
 17 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

Chapter 11

18 In re:
 19 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

Jointly Administered Under
 Case No. BK-S-06-10725 LBR

20 In re:
 21 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,
 Debtor.

**EX PARTE MOTION FOR
 SUBSTITUTION OF COUNSEL**

22 In re:
 23 USA SECURITIES, LLC,
 Debtor.

24 Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Securities, LLC
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC

1 USA Commercial Mortgage Company (“USACM”) hereby files this Ex Parte Motion for
2 Substitution of Counsel (the “Motion”) and requests that the Court enter the proposed Order filed
3 contemporaneously herewith (the “Proposed Order”) approving the substitution of Dorsey &
4 Whitney LLP (“Dorsey”) as USACM’s counsel. In further support hereof, USACM states as
5 follows:

6 1. On April 16, 2006, USACM filed a voluntary petition for relief under chapter 11 of
7 the Bankruptcy Code. USACM continued to operate its business as debtor-in-possession pursuant
8 to sections 1107(a) and 1108 of the Bankruptcy Code.

9 2. On January 8, 2007, this Court entered its Order Confirming the Debtors’ Third
10 Amended Joint Chapter 11 Plan of Reorganization.

11 3. Throughout this bankruptcy proceeding, USACM has been represented by Ray
12 Quinney & Nebeker P.C. (“Ray Quinney”) with attorneys Annette W. Jarvis, Peggy Hunt, Steven
13 C. Strong, Benjamin J. Kotter, and Scott A. Cummings performing the majority of the work on
14 USACM’s behalf.

15 4. These attorneys have recently left Ray Quinney and have joined Dorsey.

16 5. USACM desires that the above-mentioned attorneys continue to represent it and,
17 therefore, has retained Dorsey as its counsel in this matter.

18 6. Dorsey is aware of the times and dates of all relevant hearings currently scheduled
19 before the Court.

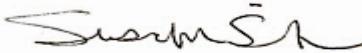
20 7. Upon the entry of the Proposed Order approving the substitution of Dorsey as
21 counsel for USACM, Dorsey will cause a notice of the substitution to be served on all relevant
22 parties.

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1 WHEREFORE, USACM requests that the Court enter the Proposed Order filed
2 contemporaneously herewith approving the substitution of Dorsey as counsel for USACM.

3 Respectfully submitted this 13th day of February, 2007.
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5 /s/ Annette W. Jarvis
6 Annette W. Jarvis, Utah Bar No. 1649
7 Steven C. Strong, Utah Bar No. 6340
8 DORSEY & WHITNEY LLP
9 136 South Main Street, Suite 1000
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10 and
11 Lenard E. Schwartzer, Nevada Bar No. 0399
Jeanette E. McPherson, Nevada Bar No. 5423
12 SCHWARTZER & MCPHERSON LAW FIRM
2850 South Jones Boulevard, Suite 1
13 Las Vegas, Nevada 89146
14 APPROVED:
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18 Susan M. Susan
19 On Behalf of USA Commercial
20 Mortgage Company
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